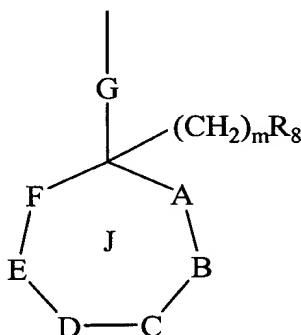


wherein:

ring B and ring F, independently, and each together with the carbon atoms to which they are attached, are selected from the group consisting of:

- a) an unsaturated 6-membered carbocyclic aromatic ring in which from 1 to 3 carbon atoms may be replaced by nitrogen atoms;
- b) an unsaturated 5-membered carbocyclic aromatic ring; in which, optionally, either
  - 1) one carbon atom is replaced with an oxygen, nitrogen, or sulfur atom;
  - 2) two carbon atoms are replaced with a sulfur and a nitrogen atom, an oxygen and a nitrogen atom, or two nitrogen atoms; or
  - 3) three carbon atoms are replaced with three nitrogen atoms;

$R^7$  is



wherein:

$m$  is 0-4;

G is a bond; or alkylene having 1 to 4 carbons, wherein the alkylene group is unsubstituted, or substituted with  $\text{NR}^{11\text{A}}\text{R}^{12\text{A}}$  or  $\text{OR}^{19}$ ;

$\text{R}^{11\text{A}}$  and  $\text{R}^{12\text{A}}$  are the same as  $\text{R}^{11}$  and  $\text{R}^{12}$ ;

$\text{R}^{19}$  is selected from the group consisting of H, alkyl, acyl, and

$\text{C}(=\text{O})\text{NR}^{11\text{A}}\text{R}^{12\text{A}}$ ;

$\text{R}^8$  is selected from the group consisting of  $\text{O}(\text{C}=\text{O})\text{NR}^{11}\text{R}^{12}$ , -CN, acyloxy, alkenyl,  $-\text{O}-\text{CH}_2-\text{O}-(\text{CH}_2)_2-\text{O}-\text{CH}_3$ , halogen and  $\text{R}^{1\text{A}}$  wherein  $\text{R}^{1\text{A}}$  is the same as  $\text{R}^1$ ;

A and B are independently selected from the group consisting of O, N, S,  $\text{CHR}^{17}$ ,  $\text{C}(\text{OH})\text{R}^{17}$ ,  $\text{C}(=\text{O})$ , and  $\text{CH}_2=\text{C}$ ; or A and B together can form  $-\text{CH}=\text{CH}-$ ;

C and D are independently selected from the group consisting of a bond, O, N, S,  $\text{CHR}^{17}$ ,  $\text{C}(\text{OH})\text{R}^{17}$ ,  $\text{C}(=\text{O})$  and  $\text{CH}_2=\text{C}$ ;

E and F are independently selected from the group consisting of a bond, O, N, S,  $\text{C}(=\text{O})$ , and  $\text{CH}(\text{R}^{17})$ ;

$\text{R}^{17}$  is selected from the group consisting of H, substituted or unsubstituted alkyl, alkoxycarbonyl, and substituted or unsubstituted alkoxy; wherein:

- 1) ring J contains 0 to 3 ring heteroatoms;
- 2) any two adjacent hydroxyl groups of ring J can be joined in a dioxolane ring;
- 3) any two adjacent ring carbon atoms of ring J can be joined to form a fused aryl or heteroaryl ring;
- 4) any two adjacent ring nitrogen atoms of ring J can be joined to form a fused heterocyclic ring which can be substituted with 1 to 3 alkyl or aryl groups;

provided that:

- 1) one of A, B, C, D, E, or F contains at least one carbon atom that is saturated;

2) ring J does not contain two adjacent ring O atoms;

3) ring J contains a maximum of two ring C(=O) groups;

Q is selected from the group consisting of O, S,  $\text{NR}^{13}$ ,  $\text{NR}^{7A}$  wherein  $\text{R}^{7A}$  is the same as  $\text{R}^7$ ,  $\text{CHR}^{15}$ ,  $\text{X}^3\text{CH}(\text{R}^{15})$ , and  $\text{CH}(\text{R}^{15})\text{X}^3$ , wherein  $\text{X}^3$  is selected from the group consisting of -O-, -S-,  $-\text{CH}_2-$ ,  $\text{NR}^{7A}$ , and  $\text{NR}^{13}$ ;

W is selected from the group consisting of  $\text{CR}^{18}\text{R}^7$  and  $\text{CHR}^{50}$  where  $\text{R}^{50}$  is alkyl having from 1 to 4 carbons, -OH, alkoxy having from 1 to 4 carbons,  $-\text{OC}(=\text{O})\text{R}^9$ ,  $-\text{OC}(=\text{O})\text{NR}^{11}\text{R}^{12}$ ,  $-\text{O}(\text{CH}_2)_p\text{NR}^{11}\text{R}^{12}$ ,  $-\text{O}(\text{CH}_2)_p\text{OR}^{10}$ , substituted or unsubstituted arylalkyl having from 6 to 10 carbons, and substituted or unsubstituted heteroarylalkyl;

$\text{R}^{13}$  is selected from the group consisting of H,  $-\text{SO}_2\text{R}^9$ ,  $-\text{CO}_2\text{R}^9$ ,  $-\text{C}(=\text{O})\text{R}^9$ ,  $-\text{C}(=\text{O})\text{NR}^{11}\text{R}^{12}$ , alkyl of 1-8 carbons, alkenyl having 2-8 carbons, and alkynyl having 2-8 carbons; and either

1) the alkyl, alkenyl, or alkynyl group is unsubstituted; or

2) the alkyl, alkenyl, or alkynyl group independently is substituted with 1 to 3 groups selected from the group consisting of aryl having from 6 to 10 carbons, heteroaryl, arylalkoxy, heterocycloalkoxy, hydroxylalkoxy, alkyloxy-alkoxy, hydroxyalkylthio, alkoxy-alkylthio, F, Cl, Br, I, -CN,  $-\text{NO}_2$ , -OH,  $-\text{OR}^9$ ,  $-\text{X}^2(\text{CH}_2)_p\text{NR}^{11}\text{R}^{12}$ ,  $-\text{X}^2(\text{CH}_2)_p\text{C}(=\text{O})\text{NR}^{11}\text{R}^{12}$ ,  $-\text{X}^2(\text{CH}_2)_p\text{OC}(=\text{O})\text{NR}^{11}\text{R}^{12}$ ,  $-\text{X}^2(\text{CH}_2)_p\text{CO}_2\text{R}^9$ ,  $\text{X}^2(\text{CH}_2)_p\text{S}(\text{O})_y\text{R}^9$ ,  $-\text{X}^2(\text{CH}_2)_p\text{NR}^{10}\text{C}(=\text{O})\text{NR}^{11}\text{R}^{12}$ ,  $-\text{OC}(=\text{O})\text{R}^9$ ,  $-\text{OCONHR}^2$ , -O-tetrahydropyranyl,  $-\text{NR}^{11}\text{R}^{12}$ ,  $-\text{NR}^{10}\text{CO}_2\text{R}^9$ ,  $-\text{NR}^{10}\text{C}(=\text{O})\text{NR}^{11}\text{R}^{12}$ ,  $-\text{NHC}(=\text{NH})\text{NH}_2$ ,  $\text{NR}^{10}\text{C}(=\text{O})\text{R}^9$ ,  $-\text{NR}^{10}\text{S}(\text{O})_2\text{R}^9$ ,  $-\text{S}(\text{O})_y\text{R}^9$ ,  $-\text{CO}_2\text{R}^2$ ,  $-\text{C}(=\text{O})\text{NR}^{11}\text{R}^{12}$ ,  $-\text{C}(=\text{O})\text{R}^2$ ,  $-\text{CH}_2\text{OR}^{10}$ ,  $-\text{CH}=\text{NNR}^2\text{R}^{2A}$ ,  $-\text{CH}=\text{NOR}^2$ ,  $-\text{CH}=\text{NR}^9$ ,  $-\text{CH}=\text{NNHCH}(\text{N}=\text{NH})\text{NH}_2$ ,  $-\text{S}(=\text{O})_2\text{NR}^2\text{R}^{2A}$ ,  $-\text{P}(=\text{O})(\text{OR}^{10})_2$ ,  $-\text{OR}^{14}$ , and a monosaccharide having from 5 to 7 carbons wherein each hydroxyl group of the monosaccharide is independently either unsubstituted or is replaced by H, alkyl having from 1 to 4 carbons, alkylcarbonyloxy having from 2 to 5 carbons, or alkoxy having from 1 to 4 carbons;

$R^{15}$  is selected from the group consisting of H,  $OR^{10}$ ,  $SR^{10}$ ,  $R^{7A}$ , and  $R^{16}$ ;

$R^{16}$  is selected from the group consisting of alkyl of 1 to 4 carbons; phenyl; naphthyl; arylalkyl having 7 to 15 carbons,  $-SO_2R^9$ ,  $-CO_2R^9$ ,  $-C(=O)R^9$ , alkyl having 1-8 carbons; alkenyl having 2 to 8 carbons, and alkynyl having 2 to 8 carbons, wherein

1) each alkyl, alkenyl, or alkynyl group is unsubstituted; or

2) each alkyl, alkenyl, or alkynyl group is substituted with 1 to 3 groups selected from the group consisting of aryl having from 6 to 10 carbons, heteroaryl, arylalkoxy, heterocycloalkoxy, hydroxylalkoxy, alkyloxyalkoxy, hydroxyalkylthio, alkoxy-alkylthio, F, Cl, Br, I, -CN,  $-NO_2$ , -OH,  $-OR^9$ ,  $-X^2(CH_2)_pNR^{11}R^{12}$ ,  $-X^2(CH_2)_pC(=O)NR^{11}R^{12}$ ,  $-X^2(CH_2)_pOC(=O)NR^{11}R^{12}$ ,  $-X^2(CH_2)_pCO_2R^9$ ,  $X^2(CH_2)_pS(O)_yR^9$ ,  $-X^2(CH_2)_pNR^{10}C(=O)NR^{11}R^{12}$ ,  $-OC(=O)R^9$ ,  $-OCONHR^2$ , -O-tetrahydropyranyl,  $-NR^{11}R^{12}$ ,  $-NR^{10}CO_2R^9$ ,  $-NR^{10}C(=O)NR^{11}R^{12}$ ,  $-NHC(=NH)NH_2$ ,  $NR^{10}C(=O)R^9$ ,  $-NR^{10}S(O)_2R^9$ ,  $-S(O)_yR^9$ ,  $-CO_2R^2$ ,  $-C(=O)NR^{11}R^{12}$ ,  $-C(=O)R^2$ ,  $-CH_2OR^{10}$ ,  $-CH=NNR^2R^{2A}$ ,  $-CH=NOR^2$ ,  $-CH=NR^9$ ,  $-CH=NNHCH(N=NH)NH_2$ ,  $-S(=O)_2NR^2R^{2A}$ ,  $-P(=O)(OR^{10})_2$ ,  $-OR^{14}$ , and a monosaccharide having from 5 to 7 carbons wherein each hydroxyl group of the monosaccharide is independently either unsubstituted or is replaced by H, alkyl having from 1 to 4 carbons, alkylcarbonyloxy having from 2 to 5 carbons, or alkoxy having from 1 to 4 carbons;

$R^{18}$  is selected from the group consisting of  $R^2$ , thioalkyl of 1-4 carbons, and halogen;

$A^1$  and  $A^2$  are selected from the group consisting of H, H; H,  $OR^2$ ; H,  $-SR^2$ ; H,  $-N(R^2)_2$ ; and a group wherein  $A^1$  and  $A^2$  together form a moiety selected from the group consisting of  $=O$ ,  $=S$ , and  $=NR^2$ ;

$B^1$  and  $B^2$  are selected from the group consisting of H, H; H,  $-OR^2$ ; H,  $-SR^2$ ; H,  $-N(R^2)_2$ ; and a group wherein  $B^1$  and  $B^2$  together form a moiety selected from the group consisting of  $=O$ ,  $=S$ , and  $=NR^2$ ; with the proviso that at least one of the pairs  $A^1$  and  $A^2$ , or  $B^1$  and  $B^2$ , form  $=O$ ;

with the proviso that when Q is NH or NR<sup>7A</sup>, and in any R<sup>7</sup> or R<sup>7A</sup> group m is 0 and G is a bond, R<sup>8</sup> is H, and R<sup>7</sup> or R<sup>7A</sup> contains one ring hetero oxygen atom at position A in a 5- or 6-membered ring, then B cannot be CHR<sup>17</sup> where R<sup>17</sup> is substituted or unsubstituted alkyl; and

with the further proviso that the compound of Formula I contains one R<sup>7</sup> or R<sup>7A</sup> group or both an R<sup>7</sup> and R<sup>7A</sup> group.

2. (Amended) The compound of claim 1 wherein:

A and B are independently selected from the group consisting of O, N, S, CHR<sup>17</sup>, C(OH)R<sup>17</sup>, C(=O), and CH<sub>2</sub>=C;

R<sup>17</sup> is selected from the group consisting of H, substituted or unsubstituted alkyl, and substituted or unsubstituted alkoxy; wherein:

- 1) ring J contains 0 to 3 ring heteroatoms;
- 2) any two adjacent hydroxyl groups of ring J can be joined in a dioxolane ring;
- 3) any two adjacent ring carbon atoms of ring J can be joined to form a fused aryl or heteroaryl ring;

provided that:

- 1) one of A, B, C, D, E, or F contains at least one carbon atom that is saturated;
- 2) ring J does not contain two adjacent ring O atoms;
- 3) ring J contains a maximum of two ring C(=O) groups; and

R<sup>8</sup> is selected from the group consisting of O(C=O)NR<sup>11</sup>R<sup>12</sup>, -CN, acyloxy, alkenyl, -O-CH<sub>2</sub>-O-(CH<sub>2</sub>)<sub>2</sub>-O-CH<sub>3</sub>, halogen and R<sup>1A</sup> wherein R<sup>1A</sup> is the same as R<sup>1</sup>.

8. (Amended) The compound of claim 2 wherein Q is NR<sup>13</sup> or NR<sup>7A</sup>.
9. (Amended) The compound of claim 8 wherein Q is NR<sup>7A</sup>.
10. (Amended) The compound of claim 8 wherein R<sup>13</sup> is H.

16. (Amended) The compound of claim 15 wherein R<sup>7</sup> is a heterocyclic ring which contains one ring O atom.

35. (Amended) The compound of claim 31 wherein the constituent variables of the compounds of Formula II are selected in accordance with the following table:

A1A2	B1B2	R3	R5	R18	m	R8	A	B	C	D	E	F
H2	O	H	H	H	0	OH	CH2	CH2	N(Bn)	bond	CH2	CH2
H2	O	H	H	H	0	OH	CH2	CH2	O	bond	CH2	CH2
H2	O	H	H	H	1	H	O	CH2	CH2	CH2	bond	bond
H2	O	H	H	H	0	H	O	C(=O)	CH2	CH2	CH2	bond
H2	O	H	H	H	0	H	O	C(=O)	CH2	CH2	bond	bond
H2	O	H	H	H	0	H	O	CH2	CH2	CH2	bond	bond
H2	O	H	H	H	0	(p)-F-phenyl	O	CH2	CH2	CH2	bond	bond
H2	O	H	H	H	0	2-thienyl	O	CH2	CH2	CH2	bond	bond
H2	O	H	H	H	0	OH	CH2	CH2	N(Me)	bond	CH2	CH2
H2	O	H	H	H	0	H	CH2	S	CH2	CH(OH)	bond	bond
H2	O	H	H	H	1	H	O	CH2	CH2	CH2	CH2	bond
H2	O	H	H	H	0	H	O	CH2	CH2	CH2	CH2	bond
H2	O	H	H	H	0	OH	CH2	CH2	S	bond	CH2	CH2
H2	O	H	H	H	0	OH	CH2	1,6-benzo-fused		bond	CH2	CH2
H2	O	H	H	H	0	OH	CH2	N(Et)	CH2	bond	CH2	CH2
H2	O	H	H	H	0	OH	CH[CH2CH2-N((CH2)2)2O]		bond	bond	CH2	CH2
H2	O	H	H	H	0	OH	CH2	CH2	CH2	bond	bond	bond

H2	O	H	H	H	3	Cl	O	CH2	CH2	CH2	bond	bond
H2	O	H	H	H	1	O(C=O)- t-Bu	O	CH2	CH2	CH2	bond	bond
H2	O	H	H	H	1	OH	O	CH2	CH2	CH2	bond	bond
H2	O	H	H	H	1	O(C=O)CH3	O	CH2	CH2	CH2	bond	bond
H2	O	H	H	H	0	H	O	CH(OH)	CH2	CH2	bond	bond
H2	O	H	H	H	0	OH	CH2	CH2	N[(C=O)CH3]	bond	CH2	CH2
H2	O	H	H	H	1	H	O	CH2	-C(=CH2)-	CH2	bond	bond
H2	O	H	H	H	1	H	O	CH2	-C[(OH)(CH2 OH)]-	CH2	bond	bond
H2	O	H	H	H	1	H	O	CH2	-C(=O)-	CH2	bond	bond
H2	O	H	H	H	0	-CH=CH2	O	CH2	CH2	CH2	bond	bond
H2	O	H	H	H	0	-CH(OH)CH2- OH	O	CH2	CH2	CH2	bond	bond
H2	O	H	H	H	1	H	O	CH2	CH2	CH2	bond	bond
H2	O	H	H	H	1	H	O	CH2	CH2	CH2	bond	bond
H2	O	H	H	H	1	-OCH2OCH2- CH2OCH3	O	-C(=O)-	CH2	CH2	bond	bond
H2	O	H	H	Et	1	-O(C=O)CH2- t-Bu	O	CH2	CH2	CH2	bond	bond
H2	O	H	H	H	1	OH	O	-C(=O)-	CH2	CH2	bond	bond
H2	O	H	H	Et	1	OH	O	CH2	CH2	CH2	bond	bond
H2	O	H	H	H	1	OH	O	CH2	CH2	CH2	bond	bond
H2	O	H	H	H	1	OH	O	CH2	CH2	CH2	bond	bond
O	H2	H	H	H	1	H	O	CH2	CH2	CH2	bond	bond
H2	O	H	H	H	0	H	O	CH(OH)	CH2	CH2	bond	bond

H2	O	H	H	H	0	H	O	CH(OEt)	CH2	CH2	bond	bond
H2	O	H	H	H	0	H	O	CH(OEt)	CH2	CH2	bond	bond
H2	O	H	H	H	0	OH	O	CH2	CH2	CH2	bond	bond
H2	O	H	H	H	0	H	O	CH2	CH2	CH(OH)	bond	bond
H2	O	H	H	H	1	Cl	O	CH2	CH2	CH2	bond	bond
H2	O	H	H	H	0	H	O	1,6-[2,4-(OMe)2]-benzo-fused		CH2	bond	bond
H2	O	H	H	H	0	H	O	1,6-[2,4-(OMe)2]-benzofused		CH2	bond	bond
H2	O	H	H	Et	0	H	O	1,6-[2,4-(OMe)2]-benzofused		CH2	bond	bond
H2	O	H	H	H	0	OH	C(=O) O		CH2	-C[(CH3)2]-	bond	bond
H2	O	H	H	H	0	OH	O	-CH[O(CMe2)O]CH-	CH2		bond	bond
H2	O	H	H	H	0	OH	CH2	CH2	CH2	CH2	CH2	bond
H2	O	H	H	H	1	H	O	CH(OEt)	CH2	O	CH2	bond
H2	O	H	H	H	1	H	O	CH(OEt)	CH2	O	CH2	bond
H2	O	H	H	H	1	H	O	CH(OEt)	CH2	O	CH2	bond
H2	O	3-C(=O)O-CH2CH2-OCH3	H	H	0	H	O	CH(OOCH2-CH2OCH3)	CH2	CH2	bond	bond
H2	O	H	10-O-Me	H	1	OH	O	CH2	CH2	CH2	bond	bond
H2	O	H	10-O-Me	H	1	OH	O	CH(OEt)	CH2	CH2	bond	bond
H2	O	H	H	H	0	H	CH(CO OEt) C(=O)		CH2	CH2	bond	bond
O	O	H	H	H	0	H	CH(CO OEt) C(=O)		CH2	CH2	bond	bond
H2	O	H	H	H	0	H	CH2	CH2	CH2	CH2	bond	bond
H2	O	H	H	H	0	H	C(=O) O		CH2	CH2	bond	bond
H2	O	H	H	H	1	OC(=O)NHEt	O	CH2	CH2	CH2	bond	bond

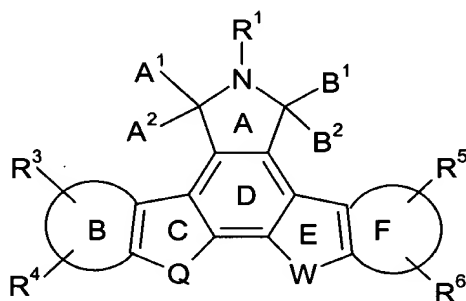


H2	O	H		H	H	1	OH		O	CH2		CH2		CH2		bond	bond.
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50. (Amended) The compound of claim 49 wherein R<sup>8</sup> is -O-C(=O)-CH<sub>3</sub>.
52. (Amended) The compound of claim 51 wherein Q is NR<sup>7A</sup> and W is CR<sup>18</sup>R<sup>7</sup>.
53. (Amended) The compound of claim 52 wherein R<sup>7A</sup> and R<sup>7</sup> are each cyclopropylmethyl.
55. (Amended) The compound of claim 54 wherein G is CH<sub>2</sub>, m is 0, R<sup>8</sup> is -CN, and ring J is cyclopropyl.
65. (Amended) The pharmaceutical composition of claim 64 wherein the prostate disorder is prostate cancer or benign prostate hyperplasia.
68. (Amended) A method for inhibiting a kinase comprising providing a compound of claim 1 in an amount sufficient to result in effective inhibition.
73. (Twice Amended) A method for treating prostate disorders which comprises administering to a host in need of such treatment a therapeutically effective amount of a compound of claim 1.
91. (Amended) A method for the treatment of cancer comprising inhibiting one or more of Src, raf, a checkpoint kinase or a cyclin-dependent kinase, the method comprising providing a compound of claim 1 in an amount sufficient to result in the receptor being contacted with an effective inhibitory amount of the compound.

Please add the following new claims.

96. (New) A compound having the formula:



wherein:

A¹ and A² are selected from the group consisting of H, H; H, OR²; H, -SR²; H, -N(R²)₂; and a group wherein A¹ and A² together form a moiety selected from the group consisting of =O, =S, and =NR²;

B¹ and B² are selected from the group consisting of H, H; H, -OR²; H, -SR²; H, -N(R²)₂; and a group wherein B¹ and B² together form a moiety selected from the group consisting of =O, =S, and =NR²; with the proviso that at least one of the pairs A¹ and A², or B¹ and B², form =O;

R¹ is selected from the group consisting of:

- a) H, substituted or unsubstituted alkyl having from 1 to 4 carbons, substituted or unsubstituted aryl, substituted or unsubstituted arylalkyl, substituted or unsubstituted heteroaryl, or substituted or unsubstituted heteroarylalkyl;
- b) -C(=O)R⁹, where R⁹ is selected from the group consisting of alkyl, aryl and heteroaryl;
- c) -OR¹⁰, where R¹⁰ is selected from the group consisting of H and alkyl having from 1 to 4 carbons;
- d) -C(=O)NH₂, -NR¹¹R¹², -(CH₂)ₚNR¹¹R¹², -(CH₂)ₚOR¹⁰, -O(CH₂)ₚOR¹⁰ and -O(CH₂)ₚNR¹¹R¹², wherein p is from 1 to 4; and wherein either
  - 1) R¹¹ and R¹² are each independently selected from the group consisting of H and alkyl having from 1 to 4 carbons; or
  - 2) R¹¹ and R¹² together form a linking group of the formula -(CH₂)₂-X¹-(CH₂)₂-, wherein X¹ is selected from the group consisting of

-O-, -S-, and -CH<sub>2</sub>-;

R<sup>2</sup> is selected from the group consisting of H, alkyl having from 1 to 4 carbons,

-OH, alkoxy having from 1 to 4 carbons, -OC(=O)R<sup>9</sup>, -OC(=O)NR<sup>11</sup>R<sup>12</sup>,

-O(CH<sub>2</sub>)<sub>p</sub>NR<sup>11</sup>R<sup>12</sup>, -O(CH<sub>2</sub>)<sub>p</sub>OR<sup>10</sup>, substituted or unsubstituted arylalkyl having from 6 to 10 carbons, and substituted or unsubstituted heteroarylalkyl;

R<sup>3</sup>, R<sup>4</sup>, R<sup>5</sup> and R<sup>6</sup> are each independently selected from the group consisting of:

- a) H, aryl, heteroaryl, F, Cl, Br, I, -CN, CF<sub>3</sub>, -NO<sub>2</sub>, -OH, -OR<sup>9</sup>,  
 -O(CH<sub>2</sub>)<sub>p</sub>NR<sup>11</sup>R<sup>12</sup>, -OC(=O)R<sup>9</sup>, -OC(=O)NR<sup>11</sup>R<sup>12</sup>, -O(CH<sub>2</sub>)<sub>p</sub>OR<sup>10</sup>, -CH<sub>2</sub>OR<sup>10</sup>,  
 -NR<sup>11</sup>R<sup>12</sup>, -NR<sup>10</sup>S(=O)<sub>2</sub>R<sup>9</sup>, -NR<sup>10</sup>C(=O)R<sup>9</sup>,
- b) -CH<sub>2</sub>OR<sup>14</sup>, wherein R<sup>14</sup> is the residue of an amino acid after the hydroxyl group of the carboxyl group is removed;
- c) -NR<sup>10</sup>C(=O)NR<sup>11</sup>R<sup>12</sup>, -CO<sub>2</sub>R<sup>2</sup>, -C(=O)R<sup>2</sup>, -C(=O)NR<sup>11</sup>R<sup>12</sup>, -CH=NOR<sup>2</sup>,  
 -CH=NR<sup>9</sup>, -(CH<sub>2</sub>)<sub>p</sub>NR<sup>11</sup>R<sup>12</sup>, -(CH<sub>2</sub>)<sub>p</sub>NHR<sup>14</sup>, or -CH=NNR<sup>2</sup>R<sup>2A</sup> wherein R<sup>2A</sup> is the same as R<sup>2</sup>;
- d) -S(O)<sub>y</sub>R<sup>2</sup>, -(CH<sub>2</sub>)<sub>p</sub>S(O)<sub>y</sub>R<sup>9</sup>, -CH<sub>2</sub>S(O)<sub>y</sub>R<sup>14</sup> wherein y is 0, 1 or 2;
- e) alkyl having from 1 to 8 carbons, alkenyl having from 2 to 8 carbons, and alkynyl having 2 to 8 carbons, wherein
  - 1) each alkyl, alkenyl, or alkynyl group is unsubstituted; or
  - 2) each alkyl, alkenyl or alkynyl group is substituted with 1 to 3 groups selected from the group consisting of aryl having from 6 to 10 carbons, heteroaryl, arylalkoxy, heterocycloalkoxy, hydroxylalkoxy, alkyloxy-alkoxy, hydroxyalkylthio, alkoxy-alkylthio, F, Cl, Br, I, -CN, -NO<sub>2</sub>, -OH, -OR<sup>9</sup>,  
 -X<sup>2</sup>(CH<sub>2</sub>)<sub>p</sub>NR<sup>11</sup>R<sup>12</sup>, -X<sup>2</sup>(CH<sub>2</sub>)<sub>p</sub>C(=O)NR<sup>11</sup>R<sup>12</sup>, -X<sup>2</sup>(CH<sub>2</sub>)<sub>p</sub>OC(=O)NR<sup>11</sup>R<sup>12</sup>,  
 -X<sup>2</sup>(CH<sub>2</sub>)<sub>p</sub>CO<sub>2</sub>R<sup>9</sup>, X<sup>2</sup>(CH<sub>2</sub>)<sub>p</sub>S(O)<sub>y</sub>R<sup>9</sup>, -X<sup>2</sup>(CH<sub>2</sub>)<sub>p</sub>NR<sup>10</sup>C(=O)NR<sup>11</sup>R<sup>12</sup>,  
 -OC(=O)R<sup>9</sup>, -OCONHR<sup>2</sup>, -O-tetrahydropyranyl, -NR<sup>11</sup>R<sup>12</sup>, -NR<sup>10</sup>CO<sub>2</sub>R<sup>9</sup>,  
 -NR<sup>10</sup>C(=O)NR<sup>11</sup>R<sup>12</sup>, -NHC(=NH)NH<sub>2</sub>, NR<sup>10</sup>C(=O)R<sup>9</sup>, -NR<sup>10</sup>S(O)<sub>2</sub>R<sup>9</sup>,  
 -S(O)<sub>y</sub>R<sup>9</sup>, -CO<sub>2</sub>R<sup>2</sup>, -C(=O)NR<sup>11</sup>R<sup>12</sup>, -C(=O)R<sup>2</sup>, -CH<sub>2</sub>OR<sup>10</sup>, -CH=NNR<sup>2</sup>R<sup>2A</sup>,  
 -CH=NOR<sup>2</sup>, -CH=NR<sup>9</sup>, -CH=NNHCH(N=NH)NH<sub>2</sub>, -S(=O)<sub>2</sub>NR<sup>2</sup>R<sup>2A</sup>,  
 -P(=O)(OR<sup>10</sup>)<sub>2</sub>, -OR<sup>14</sup>, and a monosaccharide having from 5 to 7 carbons

wherein each hydroxyl group of the monosaccharide is independently either unsubstituted or is replaced by H, alkyl having from 1 to 4 carbons, alkylcarbonyloxy having from 2 to 5 carbons, or alkoxy having from 1 to 4 carbons;

$X^2$  is O, S, or  $NR^{10}$ ;

$R^7$  is heteroaryl;

Q is selected from the group consisting of O, S,  $NR^{13}$ ,  $NR^{7A}$  wherein  $R^{7A}$  is the same as  $R^7$ ,  $CHR^{15}$ ,  $X^3CH(R^{15})$ , and  $CH(R^{15})X^3$ , wherein  $X^3$  is selected from the group consisting of -O-, -S-,  $-CH_2-$ ,  $NR^{7A}$ , and  $NR^{13}$ ;

W is selected from the group consisting of  $CR^{18}R^7$  and  $CHR^{50}$  where  $R^{50}$  is alkyl having from 1 to 4 carbons, -OH, alkoxy having from 1 to 4 carbons,  $-OC(=O)R^9$ ,  $-OC(=O)NR^{11}R^{12}$ ,  $-O(CH_2)_pNR^{11}R^{12}$ ,  $-O(CH_2)_pOR^{10}$ , substituted or unsubstituted arylalkyl having from 6 to 10 carbons, and substituted or unsubstituted heteroarylalkyl;

$R^{13}$  is selected from the group consisting of H,  $-SO_2R^9$ ,  $-CO_2R^9$ ,  $-C(=O)R^9$ ,  $-C(=O)NR^{11}R^{12}$ , alkyl of 1-8 carbons, alkenyl having 2-8 carbons, and alkynyl having 2-8 carbons; and either

1) the alkyl, alkenyl, or alkynyl group is unsubstituted; or

2) the alkyl, alkenyl, or alkynyl group independently is substituted with 1 to 3 groups selected from the group consisting of aryl having from 6 to 10 carbons, heteroaryl, arylalkoxy, heterocycloalkoxy, hydroxylalkoxy, alkyloxy-alkoxy, hydroxyalkylthio, alkoxy-alkylthio, F, Cl, Br, I, -CN,  $-NO_2$ , -OH,  $-OR^9$ ,

$-X^2(CH_2)_pNR^{11}R^{12}$ ,  $-X^2(CH_2)_pC(=O)NR^{11}R^{12}$ ,  $-X^2(CH_2)_pOC(=O)NR^{11}R^{12}$ ,  $-X^2(CH_2)_pCO_2R^9$ ,  $X^2(CH_2)_pS(O)_yR^9$ ,  $-X^2(CH_2)_pNR^{10}C(=O)NR^{11}R^{12}$ ,  $-OC(=O)R^9$ ,  $-OCONHR^2$ , -O-tetrahydropyranyl,  $-NR^{11}R^{12}$ ,  $-NR^{10}CO_2R^9$ ,  $-NR^{10}C(=O)NR^{11}R^{12}$ ,  $-NHC(=NH)NH_2$ ,  $NR^{10}C(=O)R^9$ ,  $-NR^{10}S(O)_2R^9$ ,  $-S(O)_yR^9$ ,  $-CO_2R^2$ ,  $-C(=O)NR^{11}R^{12}$ ,  $-C(=O)R^2$ ,  $-CH_2OR^{10}$ ,  $-CH=NNR^{2A}$ ,  $-CH=NOR^2$ ,  $-CH=NR^9$ ,  $-CH=NNHCH(N=NH)NH_2$ ,  $-S(=O)_2NR^{2A}$ ,  $-P(=O)(OR^{10})_2$ ,  $-OR^{14}$ , and a monosaccharide having from 5 to 7 carbons

wherein each hydroxyl group of the monosaccharide is independently either unsubstituted or is replaced by H, alkyl having from 1 to 4 carbons, alkylcarbonyloxy having from 2 to 5 carbons, or alkoxy having from of 1 to 4 carbons;

$R^{15}$  is selected from the group consisting of H,  $OR^{10}$ ,  $SR^{10}$ ,  $R^{7A}$ , and  $R^{16}$ ;

$R^{16}$  is selected from the group consisting of alkyl of 1 to 4 carbons; phenyl; naphthyl; arylalkyl having 7 to 15 carbons,  $-SO_2R^9$ ,  $-CO_2R^9$ ,  $-C(=O)R^9$ , alkyl having 1-8 carbons; alkenyl having 2 to 8 carbons, and alkynyl having 2 to 8 carbons, wherein

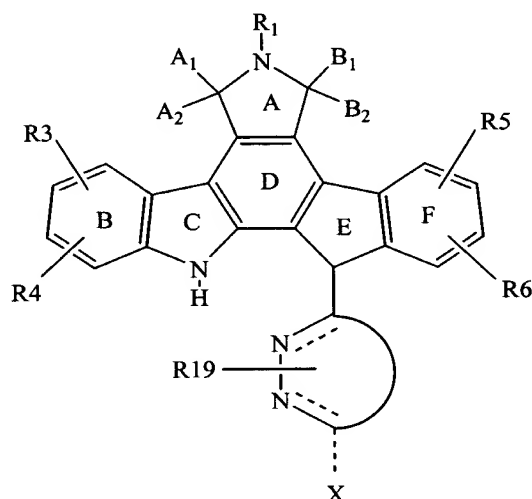
1) each alkyl, alkenyl, or alkynyl group is unsubstituted; or

2) each alkyl, alkenyl, or alkynyl group is substituted with 1 to 3 groups selected from the group consisting of aryl having from 6 to 10 carbons, heteroaryl, arylalkoxy, heterocycloalkoxy, hydroxylalkoxy, alkyloxy-alkoxy, hydroxyalkylthio, alkoxy-alkylthio, F, Cl, Br, I, -CN,  $-NO_2$ , -OH,  $-OR^9$ ,  $-X^2(CH_2)_pNR^{11}R^{12}$ ,  $-X^2(CH_2)_pC(=O)NR^{11}R^{12}$ ,  $-X^2(CH_2)_pOC(=O)NR^{11}R^{12}$ ,  $-X^2(CH_2)_pCO_2R^9$ ,  $X^2(CH_2)_pS(O)_yR^9$ ,  $-X^2(CH_2)_pNR^{10}C(=O)NR^{11}R^{12}$ ,  $-OC(=O)R^9$ ,  $-OCONHR^2$ , -O-tetrahydropyranyl,  $-NR^{11}R^{12}$ ,  $-NR^{10}CO_2R^9$ ,  $-NR^{10}C(=O)NR^{11}R^{12}$ ,  $-NHC(=NH)NH_2$ ,  $NR^{10}C(=O)R^9$ ,  $-NR^{10}S(O)_2R^9$ ,  $-S(O)_yR^9$ ,  $-CO_2R^2$ ,  $-C(=O)NR^{11}R^{12}$ ,  $-C(=O)R^2$ ,  $-CH_2OR^{10}$ ,  $-CH=NNR^2R^{2A}$ ,  $-CH=NOR^2$ ,  $-CH=NR^9$ ,  $-CH=NNHCH(N=NH)NH_2$ ,  $-S(=O)_2NR^2R^{2A}$ ,  $-P(=O)(OR^{10})_2$ ,  $-OR^{14}$ , and a monosaccharide having from 5 to 7 carbons wherein each hydroxyl group of the monosaccharide is independently either unsubstituted or is replaced by H, alkyl having from 1 to 4 carbons, alkylcarbonyloxy having from 2 to 5 carbons, or alkoxy having from of 1 to 4 carbons;

$R^{18}$  is selected from the group consisting of  $R^2$ , thioalkyl of 1-4 carbons, and halogen.

97. (New) The compound of claim 96 wherein  $R^7$  is pyridyl.

98. (New) A compound having the formula:



wherein:

A<sup>1</sup> and A<sup>2</sup> are selected from the group consisting of H, H; H, OR<sup>2</sup>; H, -SR<sup>2</sup>; H, -N(R<sup>2</sup>)<sub>2</sub>; and a group wherein A<sup>1</sup> and A<sup>2</sup> together form a moiety selected from the group consisting of =O, =S, and =NR<sup>2</sup>;

B<sup>1</sup> and B<sup>2</sup> are selected from the group consisting of H, H; H, -OR<sup>2</sup>; H, -SR<sup>2</sup>; H, -N(R<sup>2</sup>)<sub>2</sub>; and a group wherein B<sup>1</sup> and B<sup>2</sup> together form a moiety selected from the group consisting of =O, =S, and =NR<sup>2</sup>; with the proviso that at least one of the pairs A<sup>1</sup> and A<sup>2</sup>, or B<sup>1</sup> and B<sup>2</sup>, form =O;

R<sup>1</sup> is selected from the group consisting of:

- H, substituted or unsubstituted alkyl having from 1 to 4 carbons, substituted or unsubstituted aryl, substituted or unsubstituted arylalkyl, substituted or unsubstituted heteroaryl, or substituted or unsubstituted heteroarylalkyl;
- C(=O)R<sup>9</sup>, where R<sup>9</sup> is selected from the group consisting of alkyl, aryl and heteroaryl;
- OR<sup>10</sup>, where R<sup>10</sup> is selected from the group consisting of H and alkyl having from 1 to 4 carbons;
- C(=O)NH<sub>2</sub>, -NR<sup>11</sup>R<sup>12</sup>, -(CH<sub>2</sub>)<sub>p</sub>NR<sup>11</sup>R<sup>12</sup>, -(CH<sub>2</sub>)<sub>p</sub>OR<sup>10</sup>, -O(CH<sub>2</sub>)<sub>p</sub>OR<sup>10</sup> and -O(CH<sub>2</sub>)<sub>p</sub>NR<sup>11</sup>R<sup>12</sup>, wherein p is from 1 to 4; and wherein either

1)  $R^{11}$  and  $R^{12}$  are each independently selected from the group consisting of H and alkyl having from 1 to 4 carbons; or

2)  $R^{11}$  and  $R^{12}$  together form a linking group of the formula  $-(CH_2)_2-X^1-(CH_2)_2-$ , wherein  $X^1$  is selected from the group consisting of -O-, -S-, and  $-CH_2-$ ; and

e) a protecting group or a polymeric support;

$R^2$  is selected from the group consisting of H, alkyl having from 1 to 4 carbons,

-OH, alkoxy having from 1 to 4 carbons,  $-OC(=O)R^9$ ,  $-OC(=O)NR^{11}R^{12}$ ,

$-O(CH_2)_pNR^{11}R^{12}$ ,  $-O(CH_2)_pOR^{10}$ , substituted or unsubstituted arylalkyl having from 6 to 10 carbons, and substituted or unsubstituted heteroarylalkyl;

$R^3$ ,  $R^4$ ,  $R^5$  and  $R^6$  are each independently selected from the group consisting of:

- a) H, aryl, heteroaryl, F, Cl, Br, I, -CN,  $CF_3$ ,  $-NO_2$ , -OH,  $-OR^9$ ,  $-O(CH_2)_pNR^{11}R^{12}$ ,  $-OC(=O)R^9$ ,  $-OC(=O)NR^{11}R^{12}$ ,  $-O(CH_2)_pOR^{10}$ ,  $-CH_2OR^{10}$ ,  $-NR^{11}R^{12}$ ,  $-NR^{10}S(=O)_2R^9$ ,  $-NR^{10}C(=O)R^9$ ,
- b)  $-CH_2OR^{14}$ , wherein  $R^{14}$  is the residue of an amino acid after the hydroxyl group of the carboxyl group is removed;
- c)  $-NR^{10}C(=O)NR^{11}R^{12}$ ,  $-CO_2R^2$ ,  $-C(=O)R^2$ ,  $-C(=O)NR^{11}R^{12}$ ,  $-CH=NOR^2$ ,  $-CH=NR^9$ ,  $-(CH_2)_pNR^{11}R^{12}$ ,  $-(CH_2)_pNHR^{14}$ , or  $-CH=NNR^2R^{2A}$  wherein  $R^{2A}$  is the same as  $R^2$ ;
- d)  $-S(O)_yR^2$ ,  $-(CH_2)_pS(O)_yR^9$ ,  $-CH_2S(O)_yR^{14}$  wherein y is 0, 1 or 2;
- e) alkyl having from 1 to 8 carbons, alkenyl having from 2 to 8 carbons, and alkynyl having 2 to 8 carbons, wherein

1) each alkyl, alkenyl, or alkynyl group is unsubstituted; or

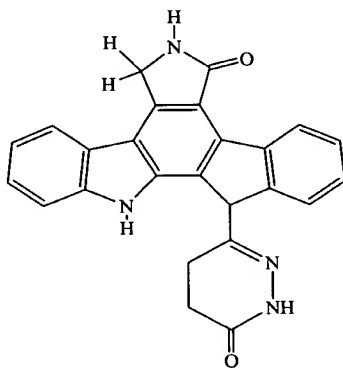
2) each alkyl, alkenyl or alkynyl group is substituted with 1 to 3 groups selected from the group consisting of aryl having from 6 to 10 carbons, heteroaryl, arylalkoxy, heterocycloalkoxy, hydroxylalkoxy, alkyloxy-alkoxy, hydroxyalkylthio, alkoxy-alkylthio, F, Cl, Br, I, -CN,  $-NO_2$ , -OH,  $-OR^9$ ,  $-X^2(CH_2)_pNR^{11}R^{12}$ ,  $-X^2(CH_2)_pC(=O)NR^{11}R^{12}$ ,  $-X^2(CH_2)_pOC(=O)NR^{11}R^{12}$ ,  $-X^2(CH_2)_pCO_2R^9$ ,  $X^2(CH_2)_pS(O)_yR^9$ ,

-X<sup>2</sup>(CH<sub>2</sub>)<sub>p</sub>NR<sup>10</sup>C(=O)NR<sup>11</sup>R<sup>12</sup>, -OC(=O)R<sup>9</sup>, -OCONHR<sup>2</sup>, -O-tetrahydropyranyl, -NR<sup>11</sup>R<sup>12</sup>, -NR<sup>10</sup>CO<sub>2</sub>R<sup>9</sup>, -NR<sup>10</sup>C(=O)NR<sup>11</sup>R<sup>12</sup>, -NHC(=NH)NH<sub>2</sub>, NR<sup>10</sup>C(=O)R<sup>9</sup>, -NR<sup>10</sup>S(O)<sub>2</sub>R<sup>9</sup>, -S(O)<sub>y</sub>R<sup>9</sup>, -CO<sub>2</sub>R<sup>2</sup>, -C(=O)NR<sup>11</sup>R<sup>12</sup>, -C(=O)R<sup>2</sup>, -CH<sub>2</sub>OR<sup>10</sup>, -CH=NNR<sup>2</sup>R<sup>2A</sup>, -CH=NOR<sup>2</sup>, -CH=NR<sup>9</sup>, -CH=NNHCH(N=NH)NH<sub>2</sub>, -S(=O)<sub>2</sub>NR<sup>2</sup>R<sup>2A</sup>, -P(=O)(OR<sup>10</sup>)<sub>2</sub>, -OR<sup>14</sup>, and a monosaccharide having from 5 to 7 carbons wherein each hydroxyl group of the monosaccharide is independently either unsubstituted or is replaced by H, alkyl having from 1 to 4 carbons, alkylcarbonyloxy having from 2 to 5 carbons, or alkoxy having from 1 to 4 carbons;

X<sup>2</sup> is O, S, or NR<sup>10</sup>;

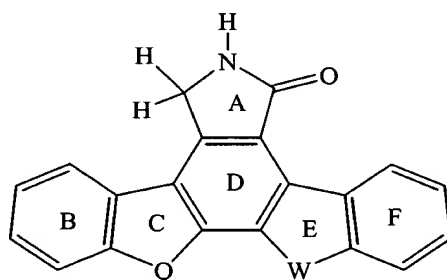
R<sup>19</sup> is selected from the group consisting of H, alkyl, acyl, and C(=O)NR<sup>11A</sup>R<sup>12A</sup>; and X is H or O.

99. (New) A compound of claim 98 having the formula:



100. (New) A compound having the formula:





wherein the constituent variables of the compounds of the above formula are selected in accordance with the following table:

Q	W
NH	<p>The structure shows a pyrazole ring system. One nitrogen is connected to a phenyl ring. The other nitrogen is part of a fused six-membered ring that also contains a methyl group and a hydroxyl group. A CH group with two wavy lines is attached to the hydroxyl-bearing carbon.</p>
N-CH <sub>2</sub> -cyclopropyl	CH-CH <sub>2</sub> -cyclopropyl
<p>The structure shows a cyclopropyl ring attached to a methylene group, which is in turn attached to a nitrogen atom. The nitrogen has two wavy lines representing other substituents.</p>	CH <sub>2</sub>